

Exhibit E2



Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

April 15, 2009

REMITTANCE COPY
PLEASE RETURN WITH PAYMENT
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91130000

Circuit City Stores, Inc.
9954 Mayland Drive
Richmond, VA 23233

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$370,951.34
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:		
Current Fees:	\$264,626.00	
Current Disbursements:	<u>\$7,014.25</u>	
Current Invoice Total:		<u>\$271,640.25</u>

Total Balance Due:		<u><u>\$642,591.59</u></u>
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PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

April 15, 2009

Circuit City Stores, Inc.
9954 Mayland Drive
Richmond, VA 23233

Bill Through: 03/31/09

INVOICE NO. 91130000

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration
Our File No. 2055557-0010
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

03/01/09	Analyze pleadings and multiple e-mails regarding status of matters for omnibus hearing Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/02/09	Review and revise agenda, review pleadings, and telephone conferences and e-mails with client, debtors professionals and opposing counsel regarding preparation for omni hearing on 3/3 and status and resolution of various matters Douglas M. Foley 4.80 hours at 550.00 per hour.	\$2,640.00
03/02/09	Finalize and file affidavit of service and e-mails regarding same (.2); analyze issues regarding status of various matters set for omnibus hearing and multiple calls and e-mails regarding same (.4); analyze and revise agenda and multiple e-mails regarding same (.4); multiple e-mails regarding orders for matters set for omnibus hearing (.3) Sarah B. Boehm 1.30 hours at 450.00 per hour.	\$585.00

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03/02/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case (2.9); preparation for March 3, 2009 omnibus hearing and related issues and review and analyze documents, pleadings, and other items regarding same and prepare orders, notices, and other items regarding same (2.8); revise and file proposed hearing agenda for March 3, 2009 and review pleadings regarding same (1.1)
Daniel F. Blanks 6.80 hours at 375.00 per hour. \$2,550.00

03/02/09 Review docket, revise amended hearing agenda for filing and correspondence regarding same
Linda J. Neilson 1.70 hours at 185.00 per hour. \$314.50

03/02/09 Research bankruptcy court docket and analysis of filings (1.7); work on items for additional designation to appeal (2.6)
Karen B. Cain 4.30 hours at 195.00 per hour. \$838.50

03/03/09 Prepare for and attend omnibus hearing for 3/3 agenda and follow-up with respect to certain orders and notices after hearing, including defective inventory sale notice and potential order
Douglas M. Foley 3.90 hours at 550.00 per hour. \$2,145.00

03/03/09 Revise and submit multiple orders from omnibus hearing and multiple e-mails regarding same (1.6); finalize and file affidavit of service (.2); multiple calls to various parties (1.3); e-mails regarding transcripts (.1); analyze and distribute correspondence (.7)
Sarah B. Boehm 3.90 hours at 450.00 per hour. \$1,755.00

03/03/09 Prepare for and participate in March 3, 2009 omnibus hearing and review and analyze documents, pleadings, notices, proposed orders, and other matters regarding same (6.1); review, analyze, revise, and submit orders regarding same (.8); multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze issues regarding same (2.1)
Daniel F. Blanks 9.00 hours at 375.00 per hour. \$3,375.00

03/03/09 Monitor calls from hot line and revise log for hot line calls
Frances C. Smith 1.60 hours at 215.00 per hour. \$344.00

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03/03/09	Research bankruptcy court docket and analysis of filings (1.7); work on items for additional designation to appeal (1.9); work on appeal binders (.4); correspondence to bankruptcy court regarding hand delivery of designation of additional items (.2); assist D. Foley and D. Blanks with omnibus hearing preparations (1.3); telephone call to court reporter regarding electronic version of 2/25/2009 omnibus hearing transcript (.4) Karen B. Cain 5.90 hours at 195.00 per hour.	\$1,150.50
03/04/09	Finalize and file pleadings and multiple e-mails regarding same (.8); multiple calls to and from various parties (1.7); analyze correspondence (.6); analyze entered orders and e-mails regarding service of same (.4) Sarah B. Boehm 3.50 hours at 450.00 per hour.	\$1,575.00
03/04/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze case, documents, pleadings, and other material regarding same Daniel F. Blanks 4.20 hours at 375.00 per hour.	\$1,575.00
03/04/09	Analysis of document and filings for hearing dates (1.1); prepare chart of events for professionals (.8); work on case calendar (1.2) Karen B. Cain 3.10 hours at 195.00 per hour.	\$604.50
03/05/09	Analyze and distribute correspondence (.6); multiple calls to and from various parties (1.1); draft, revise, analyze, finalize and file multiple pleadings and multiple calls and e-mails regarding same (1.8); revise and submit multiple orders and telephone conference with clerk's office regarding same (.4) Sarah B. Boehm 3.90 hours at 450.00 per hour.	\$1,755.00
03/05/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and analyze multiple issues, documents, pleadings, notices, and other items regarding same Daniel F. Blanks 2.30 hours at 375.00 per hour.	\$862.50
03/05/09	Research bankruptcy court docket (.9); analysis of filings (.8); work on chart of hearing items for professionals (.7) Karen B. Cain 2.40 hours at 195.00 per hour.	\$468.00

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03/06/09	Analyze, revise, finalize and file pleadings and multiple calls and e-mails regarding same (1.6); handle issues regarding hotline calls (.4); analyze entered orders and e-mails regarding same (.2); multiple calls to and from various parties (.9); analyze correspondence (.6)		
	Sarah B. Boehm	3.70 hours at 450.00 per hour.	\$1,665.00
03/06/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze multiple documents, pleadings, and other material regarding same		
	Daniel F. Blanks	2.20 hours at 375.00 per hour.	\$825.00
03/06/09	Monitor calls from hot line and revise log for hot line calls (3.2); return hot line calls (4.6)		
	Frances C. Smith	7.80 hours at 215.00 per hour.	\$1,677.00
03/08/09	Analyze multiple e-mails regarding status of various matters		
	Sarah B. Boehm	.40 hours at 450.00 per hour.	\$180.00
03/08/09	Multiple e-mails and telephone conferences with creditors and parties in interest regarding bankruptcy case and related issues		
	Daniel F. Blanks	1.30 hours at 375.00 per hour.	\$487.50
03/09/09	Analyze, revise, finalize and file pleadings and e-mails regarding same (1.4); multiple calls to and from various parties (.7); analyze correspondence (.4)		
	Sarah B. Boehm	2.50 hours at 450.00 per hour.	\$1,125.00
03/09/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and analyze multiple issues and review and analyze multiple pleadings, documents, and other matters regarding same		
	Daniel F. Blanks	3.40 hours at 375.00 per hour.	\$1,275.00
03/09/09	Monitor calls from hot line and revise log for hot line calls (2.2); return hot line calls (.6)		
	Frances C. Smith	2.80 hours at 215.00 per hour.	\$602.00

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03/09/09	Review docket for motions set for hearing on 3/13/09 Linda J. Neilson .40 hours at 185.00 per hour.	\$74.00
03/10/09	Analyze and revise agenda and review pleadings regarding same (.4); multiple calls to and from various parties (1.3); analyze correspondence (.4) Sarah B. Boehm 2.10 hours at 450.00 per hour.	\$945.00
03/10/09	Multiple telephone conferences and e-mails with debtors' professionals, creditors and parties in interest regarding bankruptcy case and related issues and review and analyze pleadings, documents, orders, and other material regarding same and analyze strategies regarding same Daniel F. Blanks 1.90 hours at 375.00 per hour.	\$712.50
03/10/09	Monitor calls from hot line and revise log for hot line calls Frances C. Smith .60 hours at 215.00 per hour.	\$129.00
03/10/09	Review agenda, analyze docket and correspondence regarding same Linda J. Neilson .30 hours at 185.00 per hour.	\$55.50
03/10/09	Telephone calls to creditors from hot line Karen B. Cain .90 hours at 195.00 per hour.	\$175.50
03/11/09	Review and revise agenda for hearing on matters scheduled for 3/13 and e-mails with counterparties, client and debtors professionals regarding same Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
03/11/09	Analyze, revise, finalize and file agenda and multiple e-mails regarding same (1.2); telephone conference with court regarding rescheduling hearing time and e-mails regarding same (.4) Sarah B. Boehm 1.60 hours at 450.00 per hour.	\$720.00
03/11/09	Multiple telephone conferences and e-mails with creditors, debtors' professionals and other parties in interest regarding bankruptcy case and related issues and analyze issues regarding same and review material regarding same Daniel F. Blanks 2.40 hours at 375.00 per hour.	\$900.00

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03/11/09	Review and revise agenda for 3/13/2009 hearing Linda J. Neilson .60 hours at 185.00 per hour.	\$111.00
03/11/09	Research bankruptcy court docket (.9); analysis of filings for deadlines and hearing dates (1.2); work on case calendar (.7); status of deadlines to professionals (.3) Karen B. Cain 3.10 hours at 195.00 per hour.	\$604.50
03/12/09	Analyze, revise, finalize and file amended agenda and multiple e-mails regarding status of various matters (.7); analyze objections regarding cure and prepare for omnibus hearing and multiple calls and e-mails regarding same (3.2); draft correspondence to clerk's office and handle filing documents under seal and multiple calls and e-mails regarding same (.4); multiple calls to and from multiple parties (.8); analyze and distribute correspondence (.4) Sarah B. Boehm 5.50 hours at 450.00 per hour.	\$2,475.00
03/12/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze multiple issues regarding same Daniel F. Blanks 2.70 hours at 375.00 per hour.	\$1,012.50
03/12/09	Review and prepare amended hearing agenda for 3/13/09 (1.0); prepare documents for hearing (1.1) Linda J. Neilson 2.10 hours at 185.00 per hour.	\$388.50
03/12/09	Prepare documents and potential exhibits for hearing (2.3); work on professional hearing binder and filings (1.1) Karen B. Cain 3.40 hours at 195.00 per hour.	\$663.00
03/13/09	Analyze pleadings and strategy regarding upcoming omnibus hearing and e-mails regarding same Sarah B. Boehm .80 hours at 450.00 per hour.	\$360.00
03/13/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy and related issues and review and analyze multiple issues regarding same and review and analyze documents and pleadings regarding same Daniel F. Blanks 1.80 hours at 375.00 per hour.	\$675.00

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03/13/09	Prepare documents for omnibus hearing (3.2); work on and update professionals' hearing binders with current filings (2.1); assist with omnibus hearing preparation (1.9); assist with orders for entry (.9); work on chart of administrative expense motions (2.1) Karen B. Cain 10.20 hours at 195.00 per hour.	\$1,989.00
03/15/09	Research bankruptcy court docket (1.7); analysis of administrative expense claims (1.6) Karen B. Cain 3.30 hours at 195.00 per hour.	\$643.50
03/16/09	Finalize and submit multiple orders from hearing (.7); analyze and revise agenda and e-mails regarding status of various matters (.4); multiple calls to and from various parties (1.3) Sarah B. Boehm 2.40 hours at 450.00 per hour.	\$1,080.00
03/16/09	Multiple telephone conferences to creditors and parties in interest regarding bankruptcy case and related issues Karen L. Duncan 2.30 hours at 375.00 per hour.	\$862.50
03/16/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and e-mails with parties regarding same and review and analyze documents, pleadings, and notices regarding same (2.9); review docket and case calendars regarding pending matters for March 30th and preparations regarding same (1.1) Daniel F. Blanks 4.00 hours at 375.00 per hour.	\$1,500.00
03/16/09	Review docket and agenda for 3/20/09 hearing (1.1); correspondence regarding same (.2) Linda J. Neilson 1.30 hours at 185.00 per hour.	\$240.50
03/16/09	Analysis of administrative expense claims (3.7); research bankruptcy court docket regarding revised hearing dates (1.2); work on chart of administrative expense claims and correspondence regarding same (1.5) Karen B. Cain 6.50 hours at 195.00 per hour.	\$1,267.50

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03/17/09	E-mails regarding status of various matters set for upcoming hearing and hearing preparation regarding same (.6); e-mails regarding service of multiple orders (.4); analyze matters set for next omnibus hearing and e-mails regarding same (.3)		
	Sarah B. Boehm	1.30 hours at 450.00 per hour.	\$585.00
03/17/09	Multiple telephone conferences to creditors and parties in interest regarding bankruptcy case and related issues		
	Karen L. Duncan	1.80 hours at 375.00 per hour.	\$675.00
03/17/09	Multiple telephone conferences and e-mails with parties in interest and creditors regarding bankruptcy case and related issues		
	Daniel F. Blanks	1.90 hours at 375.00 per hour.	\$712.50
03/17/09	Prepare documents for 3/20/09 hearing (1.2); review docket and revise hearing agenda for filing on 3/18/09 (.9)		
	Linda J. Neilson	2.10 hours at 185.00 per hour.	\$388.50
03/17/09	Research bankruptcy court docket regarding administrative expense claims (2.1); analysis of filings (3.8)		
	Karen B. Cain	5.90 hours at 195.00 per hour.	\$1,150.50
03/18/09	Analyze pleadings, revise, finalize and file agenda and multiple calls and e-mails regarding same (1.2); multiple calls to and from various parties (.9); telephone conference regarding upcoming omnibus hearing agenda items and response deadlines (.9); revise and submit various orders (.4); analyze correspondence (.6)		
	Sarah B. Boehm	4.00 hours at 450.00 per hour.	\$1,800.00
03/18/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze documents, pleadings, and other items regarding same (2.1); telephone conferences and e-mails with debtors' professionals regarding strategies regarding March 30, 2009 omnibus hearing and review pleadings regarding same (1.50)		
	Daniel F. Blanks	2.60 hours at 375.00 per hour.	\$975.00

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03/18/09	Monitor calls from hot line and revise log for hot line calls (1.4); return hot line calls (.7) Frances C. Smith 2.10 hours at 215.00 per hour.	\$451.50
03/18/09	Review docket and revise hearing agenda for filing (2.1); teleconferences and correspondence regarding same (1.2); prepare documents for hearing (.6); research and retrieve documents (.1); teleconference regarding preparation for hearings and assignments (.2); retrieve information on garnishment (.2); revise tracking charts (1.1) Linda J. Neilson 5.50 hours at 185.00 per hour.	\$1,017.50
03/19/09	Prepare for omnibus hearing and multiple calls and e-mails regarding status of various matters (2.9); multiple calls and e-mails with various parties (1.3) Sarah B. Boehm 4.20 hours at 450.00 per hour.	\$1,890.00
03/19/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues Daniel F. Blanks 2.70 hours at 375.00 per hour.	\$1,012.50
03/19/09	Correspondence regarding tracking charts for hearing Linda J. Neilson .20 hours at 185.00 per hour.	\$37.00
03/20/09	Prepare for attended omnibus hearing and meeting with client and witnesses regarding same Douglas M. Foley 3.90 hours at 550.00 per hour.	\$2,145.00
03/20/09	Multiple calls to and from various parties (.8); revise, finalize, file and handle issues regarding service of multiple pleadings and multiple calls and e-mails regarding same (1.1); e-mails with KCC regarding service of various orders and related matters (.2); finalize and file multiple affidavits of service (.3) Sarah B. Boehm 2.40 hours at 450.00 per hour.	\$1,080.00
03/20/09	Multiple telephone calls with creditors and parties in interest regarding bankruptcy case and related issues Karen L. Duncan 1.30 hours at 375.00 per hour.	\$487.50

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03/20/09	Multiple telephone conferences and e-mails with claimants and creditors and parties in interest regarding bankruptcy case and related issues and analyze issues and documents regarding same Daniel F. Blanks 2.10 hours at 375.00 per hour.	\$787.50
03/20/09	Review and revise hearing charts Linda J. Neilson .20 hours at 185.00 per hour.	\$37.00
03/20/09	Prepare documents for omnibus hearing exhibits (1.6); prepare professional hearing binder (.9); assist with omni hearing preparation (.4) Karen B. Cain 2.80 hours at 195.00 per hour.	\$546.00
03/22/09	E-mails regarding status of various matters for upcoming hearing Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/22/09	Telephone conferences with parties regarding bankruptcy case and related issues Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
03/23/09	Review and revise form of agenda for hearings on 3/30 and review outstanding motions for administrative claims and analyze issues and resolutions regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
03/23/09	Analyze issues regarding Dentici stipulation and e-mails regarding same (.3); finalize and file multiple affidavits of service and e-mails with K. Cain regarding same (.7); multiple calls to and from various parties (1.1); revise, finalize and file pleadings and multiple calls and e-mails regarding same (.9) Sarah B. Boehm 3.00 hours at 450.00 per hour.	\$1,350.00
03/23/09	Telephone conferences with creditors and parties in interest regarding bankruptcy care and related issues Karen L. Duncan .20 hours at 375.00 per hour.	\$75.00
03/23/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze issues regarding same Daniel F. Blanks 2.80 hours at 375.00 per hour.	\$1,050.00

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03/24/09	E-mails regarding resolutions of lift stay matters and review and update to agenda for hearing on 3/30 Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
03/24/09	Finalize and file ordinary course professional affidavit and e-mails regarding same (.2); draft correspondence and multiple e-mails regarding seal incentive exhibits and order (.4); finalize and file affidavit of service for KCC and e-mails regarding same (.2); review entered orders and e-mails regarding service of same (.3); draft notice regarding amended agency agreement schedules and e-mails regarding same (.3); multiple phone calls to and from various parties (1.7); review correspondence (.8) Sarah B. Boehm 3.90 hours at 450.00 per hour.	\$1,755.00
03/24/09	Telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
03/24/09	Monitor calls from hot line and revise log for hot line calls Frances C. Smith .90 hours at 215.00 per hour.	\$193.50
03/24/09	Review first draft of 3/30/09 hearing agenda (.7); review docket regarding same (.4) Linda J. Neilson 1.10 hours at 185.00 per hour.	\$203.50
03/25/09	Review and revise agenda and continued preparation for omni hearings on 3/30 and e-mails and telephone conferences regarding same with client, debtors professionals, and opposing counsel (2.3); telephone conference and e-mails with UST and client and debtors professionals regarding opening new bank accounts and Section 345 requirements relating thereto and approved institutions (.4) Douglas M. Foley 2.70 hours at 550.00 per hour.	\$1,485.00
03/25/09	Analyze pleadings, revise agenda and multiple calls and e-mails regarding status of various matters (.8); e-mails regarding request for certified copy of order (.2); finalize and file affidavit of service for KCC and e-mails regarding same (.3); multiple calls to and from various parties (1.1) Sarah B. Boehm 2.40 hours at 450.00 per hour.	\$1,080.00

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03/25/09	Telephone conferences with creditors and parties in interest regarding bankruptcy case and related issues Karen L. Duncan .20 hours at 375.00 per hour.	\$75.00
03/25/09	Prepare documents for 3/30/09 hearing and correspondence regarding 3/30/09 hearing agenda Linda J. Neilson 1.00 hours at 185.00 per hour.	\$185.00
03/25/09	Telephone calls and obtain certified order on sale (.9); correspondence to title company (.4); research bankruptcy court docket (.7); analysis of administrative expense related filings (.9); work on chart of claims (.6); monitor original document filings (2.3). Karen B. Cain 5.80 hours at 195.00 per hour.	\$1,131.00
03/26/09	Review and revise agenda for items on for 3/30 agenda and e-mails with client and co-counsel regarding same Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
03/26/09	Revise, finalize, file and handle service issues regarding multiple pleadings and multiple calls and e-mails regarding same (1.4); revise, finalize and file agenda and multiple calls and e-mails regarding status of various matters (1.6); submit various orders and e-mails with clerk's office regarding same (.3); e-mails regarding banking information for new accounts (.2) Sarah B. Boehm 3.50 hours at 450.00 per hour.	\$1,575.00
03/26/09	E-mails with in-house counsel regarding multiple issues and prepare for and participate in telephone conference regarding same (.6); multiple telephone conferences with parties in interest, creditors, and debtors' professionals regarding bankruptcy case and related issues and analyze issues regarding same (1.5) Daniel F. Blanks 2.10 hours at 375.00 per hour.	\$787.50
03/26/09	Monitor calls from hot line and revise log for hot line calls Frances C. Smith 3.10 hours at 215.00 per hour.	\$666.50
03/26/09	Prepare 3/30/09 hearing agenda for filing (1.6); correspondence and teleconferences regarding same (.9) Linda J. Neilson 2.50 hours at 185.00 per hour.	\$462.50

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03/26/09	Analysis and breakdown of original filings and filing receipts (3.1); work on professional omnibus hearing binders (.9); conference with S. Boehm regarding same (.2); research bankruptcy court docket regarding administrative expense claim status (.9); work on administrative expense claim chart (1.7) Karen B. Cain 6.80 hours at 195.00 per hour.	\$1,326.00
03/27/09	E-mails and telephone conference regarding setting new omnibus hearing dates for May and June (.3); review and revised agenda for matters on 3/30 docket (.9) Douglas M. Foley 1.20 hours at 550.00 per hour.	\$660.00
03/27/09	Multiple calls and e-mails regarding revisions to agenda and status of various matters (.5); e-mails with clerk's office regarding sealed documents (.2); multiple calls and e-mails regarding rescheduling hearing time (.4); multiple calls and e-mails regarding additional omni hearing dates (.2); e-mails regarding certified copy of order (.2); multiple calls and e-mails to and from various parties (1.2) Sarah B. Boehm 2.70 hours at 450.00 per hour.	\$1,215.00
03/27/09	Telephone conferences with chambers regarding additional omnibus hearing dates and related issues and draft and file notice of same and e-mails with debtors' professionals regarding same (1.1); multiple telephone conferences and e-mails with parties in interest and creditors regarding bankruptcy case and related issues and review and analyze documents, pleadings and other material regarding same (1.2); review and analyze proposed agenda for March 30, 2009 and e-mails with parties regarding same (.4) Daniel F. Blanks 2.70 hours at 375.00 per hour.	\$1,012.50
03/27/09	Monitor calls from hot line and revise log for hot line calls (4.4); return hot line calls (1.3) Frances C. Smith 5.70 hours at 215.00 per hour.	\$1,225.50
03/27/09	Prepare documents for 3/30/09 hearing (1.0); correspondence regarding same (.3); update hearing charts (.3) Linda J. Neilson 1.60 hours at 185.00 per hour.	\$296.00

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03/27/09	Analyze issues regarding omnibus hearing binders (.7); research bankruptcy court docket and filings (.6); work on omnibus binders for professionals (.9) Karen B. Cain 2.20 hours at 195.00 per hour.	\$429.00
03/28/09	E-mails regarding hearing preparation and strategy and related issues (.3); e-mails regarding status of various matters and revisions to agenda (.2) Sarah B. Boehm .50 hours at 450.00 per hour.	\$225.00
03/28/09	Research bankruptcy court docket (1.2); analysis of omnibus agenda (.9); prepare omnibus hearing binders for professionals (3.3) Karen B. Cain 5.40 hours at 195.00 per hour.	\$1,053.00
03/29/09	Review and revise agenda for 3/30 hearing date and e-mails with debtors professionals regarding same and continued preparation for hearing regarding same Douglas M. Foley 1.80 hours at 550.00 per hour.	\$990.00
03/29/09	Analyze, revise, finalize and file amended agenda and multiple calls and e-mails regarding same (.9); analyze pleadings and related orders and prepare for omnibus hearing (1.2) Sarah B. Boehm 2.10 hours at 450.00 per hour.	\$945.00
03/29/09	Telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case (.6); review and file affidavits of service (.4) Daniel F. Blanks 1.00 hours at 375.00 per hour.	\$375.00
03/29/09	E-mails with debtors' professionals regarding future omnibus hearing dates and status of matters and related issues Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
03/29/09	Review and revise 3/30/09 hearing agenda (1.1); correspondence regarding same (.2); revise 4/14/09 hearing chart (.7) Linda J. Neilson 2.00 hours at 185.00 per hour.	\$370.00
03/29/09	Work on omnibus hearing binders Karen B. Cain 2.50 hours at 195.00 per hour.	\$487.50

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03/30/09	Prepare for and attended omnibus hearing on 3/30 and conference with client and debtors professionals regarding same Douglas M. Foley 3.90 hours at 550.00 per hour.	\$2,145.00
03/30/09	Prepare for and participate in omnibus hearing (3.6); analyze, revise and submit orders regarding omnibus hearing and multiple calls and e-mails regarding same (2.1); multiple calls to and from various parties (1.2); e-mails regarding appeal status (.2); analyze agenda items for next omnibus hearing and related issues (.6); analyze correspondence (.4) Sarah B. Boehm 8.10 hours at 450.00 per hour.	\$3,645.00
03/30/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy and multiple related issues and review and analyze multiple documents, pleadings, and other material regarding same Daniel F. Blanks 3.60 hours at 375.00 per hour.	\$1,350.00
03/30/09	Monitor calls from hot line and revise log for hot line calls (1.8); return hot line calls (.9) Frances C. Smith 2.70 hours at 215.00 per hour.	\$580.50
03/30/09	Work on professionals' hearing binders (2.1); prepare documents for omnibus hearing (.8) Karen B. Cain 2.90 hours at 195.00 per hour.	\$565.50
03/31/09	Analyze pleadings and agenda items for next omnibus hearing and multiple calls and e-mails regarding same (1.1); analyze various orders and e-mails regarding service (.3); multiple calls and e-mails to various parties (.9); e-mails with clerk's office regarding orders (.2); calls and e-mails regarding status of fixtures (.2) Sarah B. Boehm 2.70 hours at 450.00 per hour.	\$1,215.00
03/31/09	Multiple telephone calls with creditors and parties in interest regarding bankruptcy case and related items Karen L. Duncan .80 hours at 375.00 per hour.	\$300.00

03/11/09	Draft and revise 9019 motions and motions to expedite, file under seal and shorten notice and multiple telephone conferences and e-mails with debtors' professionals regarding same			
	Daniel F. Blanks	2.80 hours at	375.00 per hour.	\$1,050.00

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03/25/09 Several telephone calls and e-mails with client
and debtors professionals regarding various tax
issues, administrative claim protocol and
procedures and bar date, and responses to new
litigation notices, and analyze issues
regarding same
Douglas M. Foley 1.90 hours at 550.00 per hour. \$1,045.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	1.9	\$1,045.00
Daniel F. Blanks	\$375.00	2.8	\$1,050.00
TOTAL FEES		4.7	\$2,095.00

Re: Communications Matters
Our File No. 2055557-0030
Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

03/04/09 E-mails and telephone conference with client
and co-counsel regarding strategy and potential
testimony or input at Congressional hearing
regarding retail cases and effects of 2005 law
changes
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

03/06/09 Follow-up e-mails regarding witness list at
Congressional hearing regarding Circuit City
and retail cases
Douglas M. Foley .20 hours at 550.00 per hour. \$110.00

03/12/09 E-mails regarding results of Congressional
hearings and potential further response by
company to content of same
Douglas M. Foley .20 hours at 550.00 per hour. \$110.00

03/19/09 Review draft of proposed ex post facto
Congressional testimony regarding Circuit City
hearings and retail bankruptcy cases and
analyze issues regarding same
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	2.4	\$1,320.00
TOTAL FEES		2.4	\$1,320.00

Re: Corporate Governance
Our File No. 2055557-0040

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Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

03/02/09 Participate in a meeting of the board of
directors by conference telephone
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

03/24/09 Telephone conversation with A. King (.8);
exchange e-mails with D. Hayes (.2)
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Robert L. Burrus Jr.	\$805.00	2.0	\$1,610.00
TOTAL FEES		2.0	\$1,610.00

Re: Monthly Operating Reports
Our File No. 2055557-0060
Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

03/10/09 Analyze issues regarding filing monthly
operating report and multiple e-mails regarding
same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

03/13/09 E-mails with debtors' professionals and review
analyze, and file January monthly operating
report
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$450.00	0.3	\$135.00
Daniel F. Blanks	\$375.00	0.6	\$225.00
TOTAL FEES		0.9	\$360.00

Re: Professional Retention/Fee Applications
Our File No. 2055557-0070
Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

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03/03/09	Telephone conference with E. Zimmer regarding first interim fee application (.2); e-mails regarding no objections received to K&E monthly fee statement (.2) Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/04/09	E-mails regarding review of status of amounts due for payment under monthly fee compensation order, objections and timing of payments for January 2009 billing statements Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
03/04/09	E-mails with KPMG regarding first interim fee applications Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/08/09	E-mails with professionals regarding first interim fee applications Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/09/09	Analyze and revise DJM first interim fee application and e-mails with E. Zimmer regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/11/09	Analyze DJM fee application and e-mails regarding same Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/12/09	Analyze DJM first interim application for compensation and e-mails with E. Zimmer regarding same (.3); e-mails regarding no monthly fee statement objections (.2) Sarah B. Boehm .50 hours at 450.00 per hour.	\$225.00
03/13/09	Analyze monthly fee statement and e-mails regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/15/09	Analyze monthly fee statements and draft McGuireWoods first interim fee application and related exhibits Sarah B. Boehm 6.70 hours at 450.00 per hour.	\$3,015.00
03/16/09	Review and revise fee applications from various debtors professionals and e-mails regarding same Douglas M. Foley 1.30 hours at 550.00 per hour.	\$715.00

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03/16/09	Continue to draft and revise McGuireWoods first interim fee application and related exhibits and multiple e-mails regarding same (3.9); analyze other debtors' professionals fee applications and multiple e-mails regarding revisions to same (.4); finalize monthly fee statement and related correspondence and e-mails regarding same (.4)		
	Sarah B. Boehm 4.70 hours at 450.00 per hour.		\$2,115.00
03/16/09	E-mails with debtors' professionals regarding fee applications		
	Daniel F. Blanks .60 hours at 375.00 per hour.		\$225.00
03/17/09	Continue review and finalization of fee applications for various debtors professionals for filing		
	Douglas M. Foley .90 hours at 550.00 per hour.		\$495.00
03/17/09	Draft, revise, finalize and file multiple first interim fee applications for debtors' professionals and notices thereof and multiple calls and e-mails with debtors' professionals regarding same (5.4); e-mails with counsel for committee regarding procedural issues regarding first interim fee applications (.3)		
	Sarah B. Boehm 5.70 hours at 450.00 per hour.		\$2,565.00
03/17/09	Draft, revise, and file debtors' professionals' fee applications and draft, revise and file notices and orders regarding same and e-mails with debtors' professionals regarding same and telephone conference with chambers regarding same		
	Daniel F. Blanks 7.50 hours at 375.00 per hour.		\$2,812.50
03/18/09	E-mail from J. Turner regarding monthly fee statements in Excel for various debtors' professionals and e-mails to professionals regarding same		
	Sarah B. Boehm .20 hours at 450.00 per hour.		\$90.00
03/25/09	Telephone conference with tax professional regarding expansion of services and related issues and e-mails with debtors' professionals regarding same		
	Daniel F. Blanks .70 hours at 375.00 per hour.		\$262.50
03/30/09	E-mail from FTI and to J. Turner regarding FTI monthly fee statements in Excel		
	Sarah B. Boehm .20 hours at 450.00 per hour.		\$90.00

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<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	2.6	\$1,430.00
Sarah B. Boehm	\$450.00	19.8	\$8,910.00
Daniel F. Blanks	\$375.00	8.8	\$3,300.00
		<u>31.2</u>	<u>\$13,640.00</u>
TOTAL FEES			

Re: Automatic Stay

Our File No. 2055557-0090

Circuit City Contact Daniel W. Ramsay

McGuireWoods Contact Douglas M. Foley

03/04/09 Review newly filed motions and e-mails with
co-counsel regarding responding to same
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

03/05/09 E-mails with B. Gray regarding order on lift
stay and e-mails with clerk's office regarding
same
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

03/05/09 Prepare and file suggestions in bankruptcy and
other automatic stay letters and review files
and other materials regarding same
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

03/09/09 Multiple telephone conferences and e-mails with
creditors and parties in interest and in-house
counsel regarding automatic stay status of
litigation
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

03/10/09 Correspondence with parties regarding
violations of automatic stay and correspondence
regarding same
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

03/11/09 Review and analyze issues and revised proposed
stipulation relating to TomTom setoff and
recoupment claims and e-mails with opposing
counsel and client and debtors professionals
regarding same
Douglas M. Foley 1.80 hours at 550.00 per hour. \$990.00

03/11/09 Multiple correspondence with courts and parties
regarding automatic stay and suggestions in
bankruptcy
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

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03/12/09	Multiple letters and pleadings regarding automatic stay and pendency of bankruptcy case and related issues Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
03/13/09	Draft multiple suggestions of bankruptcy and automatic stay letters and correspondence with parties regarding same Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
03/16/09	File suggestions in bankruptcy and other correspondence regarding automatic stay and related issues Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
03/18/09	Analyze lift stay motions set for next omnibus hearing and telephone conference regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/18/09	Draft and file suggestions in bankruptcy and other notices regarding automatic stay and correspondence regarding same Daniel F. Blanks 1.50 hours at 375.00 per hour.	\$562.50
03/19/09	Review material regarding automatic stay violations and draft and serve correspondence regarding same and draft and file suggestions regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
03/20/09	E-mails with in-house and debtors' professionals regarding Lexar and other motions for relief from stay and related issues Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
03/23/09	Review form of stipulation for limited relief with respect to construction related relief from stay motions and e-mails regarding same Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
03/23/09	Analyze pleadings, revise stipulation resolving lift stay motions and e-mails with J. West and B. Gray regarding same Sarah B. Boehm 1.30 hours at 450.00 per hour.	\$585.00
03/23/09	Draft multiple suggestions in bankruptcy and automatic stay letters and review and analyze suits regarding same (1.8); e-mails with parties regarding Lexar and analyze strategies regarding same (.9) Daniel F. Blanks 2.70 hours at 375.00 per hour.	\$1,012.50

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03/24/09 E-mails with J. West and B. Gray regarding stipulations resolving lift stay motions and analyze issues regarding same (.2); revise lift stay stipulations and e-mails regarding same (.2)
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

03/24/09 E-mails and telephone conferences with mechanic lien holders regarding relief from automatic stay and negotiate stipulation regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

03/25/09 E-mails regarding finalization and approval of Lexar settlement order and committee approval
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

03/25/09 Draft consent orders regarding resolution of motions for relief from stay and e-mails and telephone conferences with opposing counsel regarding same and review and analyze issues regarding same (.9); draft correspondence and suggestions regarding automatic stay and telephone conferences with parties regarding same (1.3)
Daniel F. Blanks 2.20 hours at 375.00 per hour. \$825.00

03/26/09 Multiple e-mails with parties regarding motions for relief from stay and related issues (1.2); prepare and execute suggestions in bankruptcy and automatic stay violations correspondence (.7)
Daniel F. Blanks 1.90 hours at 375.00 per hour. \$712.50

03/27/09 E-mails and telephone conferences with parties regarding motions for relief from stay and settlement of same
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

03/31/09 E-mails and telephone conference with parties regarding automatic stay and pendency of actions (.7); e-mails with counsel regarding relief from automatic stay actions and status (.5)
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	2.9	\$1,595.00
Sarah B. Boehm	\$450.00	2.3	\$1,035.00
Daniel F. Blanks	\$375.00	22.2	\$8,325.00

TOTAL FEES

27.4

\$10,955.00

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Re: Employment and Compensation
Our File No. 2055557-0120
Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

03/15/09 E-mails regarding finalization of MIP/winddown
program order
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	0.3	\$165.00
TOTAL FEES		0.3	\$165.00

Re: Executory Contracts
Our File No. 2055557-0140
Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

03/02/09 Review discovery regarding Lexar motion for
relief
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

03/02/09 Analyze and revise Lexar discovery and multiple
e-mails regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

03/02/09 Draft discovery requests and notice of
deposition to counsel for Lexar and e-mails
with counsel regarding same
Daniel F. Blanks 1.90 hours at 375.00 per hour. \$712.50

03/03/09 Review and analyze final terms of PHH
stipulation resolving D.L. Peterson's motion
for relief to terminate contract and e-mails
with opposing counsel and debtors professionals
regarding same (.8); e-mails regarding
supplemental stipulation relating to rejection
of IBM leased point of sale equipment at stores
(.3)
Douglas M. Foley 1.10 hours at 550.00 per hour. \$605.00

03/03/09 Analyze issues and multiple e-mails regarding
PlumChoice settlement (.4); revise, finalize
and file pleadings regarding IBM (.6)
Sarah B. Boehm 1.00 hours at 450.00 per hour. \$450.00

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03/04/09	Analyze documents and e-mails regarding PlumChoice and multiple calls and e-mails regarding same Sarah B. Boehm .90 hours at 450.00 per hour.	\$405.00
03/05/09	Multiple e-mails regarding PlumChoice Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
03/06/09	Review IBM lease rejection motion and exhibits relating to point of sale equipment in certain closed stores prior to filing and e-mails with debtors professionals regarding same Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
03/06/09	Analyze issues and e-mails regarding PlumChoice Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/06/09	Review, analyze, revise, and file motions to reject and analyze issues regarding same and multiple telephone conferences with debtors' professionals regarding same Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
03/09/09	E-mails regarding Assurant settlement (.2); e-mails with counsel for Arise regarding post petition payments under contract (.3); analyze and revise PlumChoice stipulation and e-mails regarding same (.4) Sarah B. Boehm .90 hours at 450.00 per hour.	\$405.00
03/10/09	Analyze issues and multiple e-mails regarding finalizing PlumChoice settlement Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
03/10/09	Telephone conference and e-mails with Lexar regarding discovery and depositions and related issues and e-mails with parties regarding same Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50
03/11/09	Multiple e-mails with committee counsel regarding PlumChoice settlement stipulation Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/11/09	Analyze issues and e-mails regarding TomTom Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/11/09	E-mails with counsel for Quebecor regarding executory contract assumption or rejection Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50

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03/11/09	Review material regarding Lexar and e-mails with inhouse counsel and debtors' professionals and analyze issues regarding same Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
03/12/09	Review consent stipulation to reject various IBM point of sale equipment Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
03/12/09	Analyze issues and multiple e-mails with committee counsel and counsel for PlumChoice regarding settlement Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/12/09	Draft objections to Lexar's discovery, review material regarding same, e-mails with debtors' professionals regarding same and telephone conference and e-mail with opposing counsel regarding same and analyze strategies regarding settlement Daniel F. Blanks 2.20 hours at 375.00 per hour.	\$825.00
03/13/09	Analyze and revise PlumChoice stipulation and multiple calls and e-mails regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/15/09	E-mails regarding supplemental IBM rejection motion and stipulation Douglas M. Foley .20 hours at 550.00 per hour.	\$110.00
03/16/09	Review, analyze, revise, and file stipulation with IBM Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50
03/18/09	Revise PlumChoice stipulation and e-mails with counsel regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/19/09	Revise and submit PlumChoice stipulation and e-mails with counsel regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/20/09	E-mails with counsel regarding PlumChoice order Sarah B. Boehm .10 hours at 450.00 per hour.	\$45.00
03/23/09	Analyze issues and documents regarding AT&T motion Sarah B. Boehm .80 hours at 450.00 per hour.	\$360.00

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03/24/09	E-mails regarding IKON issues and timing of rejection (.3); e-mails and telephone conferences and review stipulation and consent order on Lexar settlement and rejection of consignment contract (1.6) Douglas M. Foley 1.60 hours at 550.00 per hour.	\$880.00
03/24/09	Analyze issues and e-mails regarding IKON equipment leases and status of possible rejection of same (.4); analyze issues and pleadings regarding AT&T and e-mails with D. Ramsay regarding same (.5); e-mails with counsel for AT&T regarding response deadline extension (.2); e-mails regarding PlumChoice and analyze agreement regarding same (.2) Sarah B. Boehm 1.30 hours at 450.00 per hour.	\$585.00
03/25/09	Analyze issues regarding AT&T and e-mails with counsel regarding same (.4); analyze IKON agreements and e-mail from D. Ramsay regarding same (.8) Sarah B. Boehm 1.20 hours at 450.00 per hour.	\$540.00
03/26/09	Continue analysis of IKON agreements and e-mail from counsel regarding same (.3); e-mails regarding AT&T (.3) Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
03/27/09	E-mails regarding AT&T and Sterling settlement and timing of rejection of contracts and payment of administrative claims Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
03/27/09	E-mails regarding AT&T and analyze issues and documents regarding same (.4); begin draft stipulation regarding IKON, analyze documents and calls and e-mails regarding same (1.1) Sarah B. Boehm 1.50 hours at 450.00 per hour.	\$675.00
03/30/09	E-mails regarding TomTom and analyze issues regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
03/31/09	E-mails regarding PlumChoice stock and payment Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/31/09	Telephone conferences with parties regarding status of assumption or rejection of contracts and e-mails with debtors' professionals regarding same Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50

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Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	4.7	\$2,585.00
Sarah B. Boehm	\$450.00	12.2	\$5,490.00
Daniel F. Blanks	\$375.00	8.2	\$3,075.00
TOTAL FEES		25.1	\$11,150.00

Re: Litigation

Our File No. 2055557-0150

Circuit City Contact Daniel W. Ramsay

McGuireWoods Contact Douglas M. Foley

03/04/09 E-mails with debtors' professionals and in-house lawyers regarding outstanding litigation, third party discovery and related issues
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

03/04/09 Pecover v. Electronic Arts Third Party Subpoena - Communicate with S. Boehm and D. Blanks regarding strategy related to responding to third party subpoena served on Circuit City in relation to the bankruptcy filing (.5); analyze subpoena served on Circuit City in preparation for conference call with counsel (.2)
Michelle M. Christian .70 hours at 335.00 per hour. \$234.50

03/06/09 Pecover - Preparation of objections to subpoena
Howard Feller .20 hours at 575.00 per hour. \$115.00

03/06/09 Pecover Third Party Subpoena - Prepare objections to third party subpoena (2.2); communicate with client regarding strategy related thereto (.2); analyze rules of civil procedure relating to third party subpoenas and strategy related thereto (1.2)
Michelle M. Christian 3.60 hours at 335.00 per hour. \$1,206.00

03/07/09 Pecover - Preparation of objections to subpoena
Howard Feller .20 hours at 575.00 per hour. \$115.00

03/09/09 Review and transmit objections to subpoena and communications with M. Christian concerning subpoena objections
Darrel C. Menthe .50 hours at 435.00 per hour. \$217.50

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03/09/09	Pecover Third Party Subpoena - Revise objections to third party subpoena (.7); analyze rules of court in preparation for filing objections to third party subpoena (.4); communicate with client regarding objections and strategy related thereto (.3); communicate with counsel in Los Angeles regarding filing of objections to third party subpoena (.3); serve objections to third party subpoena on counsel (.2)	Michelle M. Christian	1.90 hours at 335.00 per hour.	\$636.50
03/09/09	Domesticating judgment regarding Unical Jodie Grotins		.30 hours at 300.00 per hour.	\$90.00
03/10/09	E-mails with P. Glick regarding status of Unical William H. Kiekhofer		.50 hours at 600.00 per hour.	\$300.00
03/10/09	Enforcement of the judgment regarding Unical Jodie Grotins		.50 hours at 300.00 per hour.	\$150.00
03/11/09	Conference call with P. Glick regarding substitutions of counsel William H. Kiekhofer		.70 hours at 600.00 per hour.	\$420.00
03/11/09	Draft, revise, finalize and file multiple pleadings regarding Hilco 9019 and multiple e-mails regarding same Sarah B. Boehm		2.80 hours at 450.00 per hour.	\$1,260.00
03/20/09	Review new WARN Act suit and conference and e-mails with client and debtors professionals regarding response and strategy with respect to same Douglas M. Foley		.60 hours at 550.00 per hour.	\$330.00
03/23/09	Prepare for and participate in telephone conference with in-house counsel regarding lawsuits and other issues and analyze strategies regarding same Daniel F. Blanks		.80 hours at 375.00 per hour.	\$300.00
03/26/09	Telephone call with client regarding status of pending litigation matters and strategy for responding to same, including issues raised by governmental units Douglas M. Foley		.40 hours at 550.00 per hour.	\$220.00

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03/26/09 Telephone conference with UST regarding seal
motion and e-mails with debtors professionals
regarding same
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

03/28/09 E-mails regarding new adversary proceeding
complaint regarding WARN
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

03/30/09 Draft substitution of counsel regarding Unical
Jodie Grotins .50 hours at 300.00 per hour. \$150.00

03/31/09 Draft order for substitution of counsel and
enforcement of judgment
Jodie Grotins .80 hours at 300.00 per hour. \$240.00

Timekeeper	Rate/HR	Hours	Fees
William H. Kiekhofer	\$600.00	1.2	\$720.00
Howard Feller	\$575.00	0.4	\$230.00
Douglas M. Foley	\$550.00	1.4	\$770.00
Sarah B. Boehm	\$450.00	3.0	\$1,350.00
Darrel C. Menthe	\$435.00	0.5	\$217.50
Daniel F. Blanks	\$375.00	1.6	\$600.00
Michelle M. Christian	\$335.00	6.2	\$2,077.00
Jodie Grotins	\$300.00	2.1	\$630.00
TOTAL FEES		16.4	\$6,594.50

Re: Avoidance Actions

Our File No. 2055557-0160

Circuit City Contact Daniel W. Ramsay

McGuireWoods Contact Douglas M. Foley

03/05/09 Analyze documents and telephone conference
regarding preference analysis and strategy
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

03/05/09 E-mails with debtors' professionals regarding
preference issues
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

03/09/09 E-mails regarding preference analysis and
strategy meeting
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

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03/10/09 Prepare for and participate in telephone
conference with debtors' professionals
regarding preferences and other related issues
and analyze issues and documents regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

03/11/09 Prepare for and participate in telephone
conference regarding preference analysis
Sarah B. Boehm .50 hours at 450.00 per hour. \$225.00

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$450.00	1.2	\$540.00
Daniel F. Blanks	\$375.00	1.3	\$487.50
TOTAL FEES		2.5	\$1,027.50

Re: Vendor Matters

Our File No. 2055557-0170

Circuit City Contact Daniel W. Ramsay

McGuireWoods Contact Douglas M. Foley

03/02/09 E-mails regarding reconciliation of PlumChoice
administrative claims
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

03/04/09 Telephone conferences and e-mails with client
and opposing counsel regarding status of
resolution and stipulation relating to
PlumChoice matters
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

03/05/09 E-mails and telephone calls with client and
opposing counsel regarding status of resolution
of PlumChoice claims reconciliation issues and
draft of stipulation regarding same and global
settlement
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

03/06/09 E-mails with opposing counsel regarding
revisions and finalization to PlumChoice
stipulation and reconciliation of amounts and
review of information in data room regarding
sale of stock
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

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03/09/09	Finalize PlumChoice stipulation and e-mails with opposing counsel, client and committee counsel regarding same (1.1); e-mails regarding Alliance issues and stipulation regarding proceeds (.3); e-mails regarding status of Assurant potential settlement (.2); e-mails and telephone calls with creditors and creditors counsel regarding motions for payment of administrative claims and process for reconciliation and payment of same (.4) Douglas M. Foley 2.00 hours at 550.00 per hour.	\$1,100.00
03/11/09	E-mails with opposing counsel and committee counsel regarding review and signoff on stipulation with PlumChoice resolving all issues (.2); e-mails regarding strategy on possible resolution of Lexar matter and discovery relating thereto (.2) Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
03/12/09	Review Lexar objection to discovery and status of 30(b)(6) deposition scheduling (.3); several telephone conferences and e-mails regarding revisions and status of PlumChoice stipulation to resolve administrative claims and contract rejection matters (.7) Douglas M. Foley 1.00 hours at 550.00 per hour.	\$550.00
03/13/09	Telephone conferences and e-mails with counsel for PlumChoice and counsel for committee revising stipulation to clarify various claim waiver issues (1.3); e-mails regarding resolution of TomTom motion for setoff and recoupment and status of reconciliation of claims (.4) Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00
03/16/09	E-mails with client and debtors professionals regarding reconciliation of various vendor claims, including HP and PlumChoice and Lexar Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00
03/17/09	Numerous telephone calls and e-mails with various creditors and vendors regarding payment of post petition claims in the ordinary course of business, matters on for March 30th regarding same, and establishment of administrative claims bar date Douglas M. Foley 1.90 hours at 550.00 per hour.	\$1,045.00

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03/18/09	E-mails regarding committee acquiescence in PlumChoice settlement and e-mails with PlumChoice counsel regarding submission of stipulation Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
03/19/09	Review documents relating to TomTom matter (.4); e-mails regarding IKON equipment rejection (.2) Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
03/20/09	Begin review of various outstanding postpetition vendor payment issues and hearings for 3/30, including TomTom, Lexar, AT&T and finalization of PlumChoice stipulation Douglas M. Foley 1.20 hours at 550.00 per hour.	\$660.00
03/23/09	Analyze issues relating to potential Lexar settlement and e-mails and telephone calls with client and opposing counsel regarding same (.9); review and analyze consignment contract and pleadings and discovery for deposition preparation (1.9); e-mails regarding outstanding credits on TomTom matter and review contract documents regarding same (.7) Douglas M. Foley 3.50 hours at 550.00 per hour.	\$1,925.00
03/24/09	E-mails regarding timing of payment of settlement amounts under PlumChoice stipulation and transfer of stock interests Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
03/26/09	E-mails regarding outstanding requests for administrative claim payments from vendors (.6); review and revise chart regarding same and status of matters on for hearing on 3/30 and 4/14 (.7) Douglas M. Foley 1.30 hours at 550.00 per hour.	\$715.00
03/27/09	Review and analyze TomTom matters and e-mails with client regarding same (.7); e-mails regarding other outstanding vendor matters, including Universal Design and Pictures and other requests for payment of administrative claims (.4) Douglas M. Foley 1.10 hours at 550.00 per hour.	\$605.00

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03/31/09 Analyze issues relating to TomTom pending motion for relief from stay to setoff and recoup credits against 503(b)(9) claims and e-mails with client regarding same (.9); telephone conference with TomTom's counsel regarding same (.4)
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	20.8	\$11,440.00
TOTAL FEES		20.8	\$11,440.00

Re: Real Estate

Our File No. 2055557-0180

Circuit City Contact Daniel W. Ramsay

McGuireWoods Contact Douglas M. Foley

03/01/09 Analyze issues and objection regarding motion to compel administrative claim for attorneys' fees and multiple e-mails regarding filing same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

03/02/09 E-mails regarding bid procedures for 3/13 lease disposition hearing date and conference with debtors professionals regarding same (.8); e-mails regarding issue and response to landlord payment motions and review pleadings regarding same an file same (.6)
Douglas M. Foley 1.40 hours at 550.00 per hour. \$770.00

03/02/09 Conference with C. Harmon (.2); review files regarding Midlothian ground lease and headquarters building (1.1)
Robin M. Broughton 1.30 hours at 310.00 per hour. \$403.00

03/03/09 Review lease procedures and notices for filings and review and analyze bids relating to lease auction for 3/10 (2.2); several telephone calls and e-mails with client and debtors professionals regarding bidding issues with respect to landlords and potential third party bidders (.5); review and analyze issues relating to payment of certain real estate taxes for Cole Mesquite lease and e-mails with opposing counsel and client regarding same (1.2)
Douglas M. Foley 3.90 hours at 550.00 per hour. \$2,145.00

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03/03/09	Sale of Deep Run I - E-mail to C. Harmon regarding form of purchase agreement Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
03/03/09	Revise, finalize and file notice of March bids received and multiple e-mails regarding same (.6); analyze issues regarding payment of taxes under lease and multiple calls and e-mails regarding same (.4) Sarah B. Boehm 1.00 hours at 450.00 per hour.	\$450.00
03/03/09	E-mails and telephone conference with counsel for landlord regarding payment of taxes and e-mails and telephone conferences with in-house tax department regarding same Daniel F. Blanks 1.80 hours at 375.00 per hour.	\$675.00
03/04/09	Respond to client requests on ground lease information, including payoffs and releases (.6); review file and research release issues (2.3) T. Craig Harmon 2.90 hours at 525.00 per hour.	\$1,522.50
03/04/09	E-mails regarding confirmation of payment of stub rent taxes for Cole Mesquite lease (.3); e-mails with debtors professionals regarding bids on leases and protocol for auction on 3/10 (.3) Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
03/04/09	Sale of Baltimore County, MD Store - E-mail to D. Miller forwarding form estoppel certificates (.1); e-mails from D. Miller regarding same (.1) Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
03/04/09	Finalize and file multiple pleadings regarding cure, lease rejection and notices and multiple calls and e-mails regarding same (1.2); e-mails with counsel for landlord regarding notice of bids received and related documents and analyze documents regarding same (.4); e-mails regarding AZ property bid procedures (.2) Sarah B. Boehm 1.80 hours at 450.00 per hour.	\$810.00
03/04/09	Review, analyze, and file various rejection notices and e-mails with debtors' professionals regarding same (1.9); e-mails with debtors' professionals regarding landlord issues (.5) Daniel F. Blanks 2.40 hours at 375.00 per hour.	\$900.00

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03/05/09	Respond to client requests regarding Ardmore and DR-1 T. Craig Harmon 1.20 hours at 525.00 per hour.	\$630.00
03/05/09	Sale of Baltimore County, MD Store - Revise tenant estoppel certificates (.3); e-mails to D. Miller and buyer's counsel (.1) Edmund S. Pittman .40 hours at 450.00 per hour.	\$180.00
03/05/09	E-mails with landlords and debtors' professionals regarding lease issues Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
03/05/09	Review plat and legal description for headquarters Robin M. Broughton .70 hours at 310.00 per hour.	\$217.00
03/06/09	Various telephone calls to potential bidders and Circuit City regarding ground leases T. Craig Harmon 2.50 hours at 525.00 per hour.	\$1,312.50
03/06/09	Analyze pleadings regarding landlord direct appeal to Fourth Circuit Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/09/09	E-mails and telephone calls with landlord counsel regarding direct appeal issues relating to stub rent (.3); several e-mails with landlord counsel, client and debtors professionals regarding real estate lease bids, procedures and auction scheduled for 3/10 and extensions of time regarding same (1.9) Douglas M. Foley 2.20 hours at 550.00 per hour.	\$1,210.00
03/09/09	Telephone calls to and from D. Miller regarding title report on corporate headquarters property (.1); telephone calls to and from P. Reed regarding same (.2) Edmund S. Pittman .30 hours at 450.00 per hour.	\$135.00
03/09/09	Sale of Baltimore County, MD Store - Telephone calls to and from T. Mecia regarding estoppel certificates Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
03/09/09	Conference with C. Harmon (.4); review ground lease (2.0); e-mail to C. Harmon regarding critical timeframes/date of bankruptcy events (.4); e-mails to and from C. Harmon regarding office lease/notice (.2) Christine H. Rogerson 3.00 hours at 440.00 per hour.	\$1,320.00

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03/09/09	Analyze fifth omnibus motion to reject and e-mails regarding same (.3); e-mails regarding rejection notices and related matters regarding upcoming lease hearing (.7) Sarah B. Boehm 1.00 hours at 450.00 per hour.	\$450.00
03/09/09	E-mails with debtors' professionals and landlord regarding leases and related issues Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
03/10/09	Prepare for and attend lease sale auction and conferences with landlords, bidders, debtors professionals, and committee professionals regarding same (4.9); post auction follow-up e-mails and telephone calls with landlords counsel and debtors professionals regarding results of auction and timing of hearing for Friday 3/13 to approve final bids and reconciliation of cure amounts (.6) Douglas M. Foley 5.50 hours at 550.00 per hour.	\$3,025.00
03/10/09	Sale of Outparcel in Virginia Beach - Initial review of letter of intent Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
03/10/09	Sale of Baltimore, MD Store - E-mails to and from purchaser's counsel regarding estoppel certificate forms and site closure letter Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
03/10/09	Review sublease/default terms (.5); conference with C. Harmon regarding bankruptcy/timing questions (.2); draft executive summary (.7) Christine H. Rogerson 1.40 hours at 440.00 per hour.	\$616.00
03/10/09	Multiple calls and e-mails regarding lease auction and related matters for upcoming hearing (.7); analyze rejection notice and e-mails regarding same (.2); multiple calls and e-mails with landlords regarding various issues (.6) Sarah B. Boehm 1.50 hours at 450.00 per hour.	\$675.00
03/10/09	Telephone conferences and e-mails with debtors' professionals and landlords regarding landlord and lease issues Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50

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03/11/09	Telephone conferences and e-mails with debtors professionals and landlords regarding lease sale hearing and cure dispute and regarding appeal on stub rent issues Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
03/11/09	Sale of Baltimore County, MD Store - Telephone call from buyer's counsel regarding site closure letter (.2); review purchase contract regarding same (2.); e-mail to D. Miller and J. Avallone regarding tenant estoppels and conference call to discuss environmental issues (.2) Edmund S. Pittman .60 hours at 450.00 per hour.	\$270.00
03/11/09	Sale of Virginia Beach Outparcel - Prepare initial draft of purchase contract (2.7); e-mail to D. Miller, J. Avallone and C. Crowe (.1) Edmund S. Pittman 2.80 hours at 450.00 per hour.	\$1,260.00
03/11/09	Draft executive ground lease summary (1.1); e-mail ground lease summary to C. Harmon and E. Pittman (.2) Christine H. Rogerson 1.30 hours at 440.00 per hour.	\$572.00
03/11/09	Analyze issues and multiple e-mails regarding landlords' direct appeal to Fourth Circuit Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/11/09	Review rejection notices and e-mails with debtors' professionals regarding same and file same with court Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
03/12/09	Discussion regarding ground lease issues on DR 1, including questions regarding termination date and default date (.4); identify bankruptcy issues on leases (.4); answer questions from bidders on various ground leases (1.1) T. Craig Harmon 1.90 hours at 525.00 per hour.	\$997.50
03/12/09	HQ Title Work; e-mails to and from P. Reed Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00

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03/12/09	Baltimore County, MD Store Sale - Conference call with buyer, buyer's counsel, J. Avallone, C. Crowe and D. Miller (.3); e-mails to and from C. Crowe and D. Miller regarding due diligence extension (.1); e-mails to and from buyer's counsel regarding due diligence extension (.2); e-mail to D. Miller regarding revised tenant estoppel forms (.1)	Edmund S. Pittman .70 hours at 450.00 per hour.	\$315.00
03/12/09	Sale of Virginia Beach Outparcel - Revise e-mail of comments on draft purchase agreement from D. Miller (.1); revise purchase agreement (.3)	Edmund S. Pittman .40 hours at 450.00 per hour.	\$180.00
03/12/09	E-mails to and from C. Harmon regarding rent questions (.2); conference with C. Harmon regarding executive summary and impact of renewal notice (.3); revise executive summary (.4); review lease provision regarding appraisal process (.4); e-mail to E. Pittman regarding summary and bankruptcy question (.2)	Christine H. Rogerson 1.50 hours at 440.00 per hour.	\$660.00
03/12/09	Research issues and e-mails with counsel for landlords regarding rejection damage claims (.4); e-mails with and telephone call from landlords' counsel regarding Fourth Circuit appeal (.2)	Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
03/12/09	E-mails and telephone conferences with parties regarding leases and related issues and e-mails and telephone conferences with debtors' professionals regarding same	Daniel F. Blanks 1.50 hours at 375.00 per hour.	\$562.50
03/13/09	Prepare for and attended hearings on lease disposition motion and resolution of various issues with landlords (3.4); numerous telephone calls and e-mails to various landlord counsel and assignee counsel regarding post hearing revisions to form of assumption and assignment agreements and form of orders assigning leases (2.8); several telephone conferences and e-mails with Chambers regarding same (.4); telephone conference and e-mails with landlord counsel regarding establishing uniform bar date for rejection damages claims (.3)	Douglas M. Foley 6.90 hours at 550.00 per hour.	\$3,795.00

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03/13/09	Prepare for and participate in hearing regarding leases (5.2); analyze, revise and submit multiple orders regarding lease assumption and assignment agreements and multiple calls and e-mails regarding same (2.1); telephone call to and e-mail from H. Steel regarding direct appeal pleadings for landlord appeal in district court (.2)		
	Sarah B. Boehm 8.50 hours at 450.00 per hour.		\$3,825.00
03/13/09	Multiple e-mails and telephone conferences with landlords and debtors' professionals regarding leases and related issues and submission of related orders		
	Daniel F. Blanks 2.10 hours at 375.00 per hour.		\$787.50
03/15/09	E-mails regarding lease termination orders and filing rejection notice		
	Sarah B. Boehm .30 hours at 450.00 per hour.		\$135.00
03/16/09	Review orders on leased property transfers and IBM stipulated rejection order		
	Douglas M. Foley .90 hours at 550.00 per hour.		\$495.00
03/16/09	CCHQ - Phone calls to and from P. Reed (.2); review e-mail from P. Reed (.1)		
	Edmund S. Pittman .30 hours at 450.00 per hour.		\$135.00
03/16/09	Analyze issues and stipulation regarding landlord appeal matters and multiple calls and e-mails regarding same (.6); e-mails with landlord counsel regarding rejection claims (.2); prepare and submit multiple lease rejection orders and termination agreements and multiple calls and e-mails regarding same (.9); e-mails regarding signed P.C. Richard agreements (.2)		
	Sarah B. Boehm 1.90 hours at 450.00 per hour.		\$855.00
03/17/09	Sale of Virginia Beach Outparcel - Review e-mail from D. Miller (.1); e-mail to purchaser forwarding draft purchase contract (.1)		
	Edmund S. Pittman .20 hours at 450.00 per hour.		\$90.00
03/17/09	HQ Title Report - Review e-mails from P. Reed (.2); e-mail title reports to D. Miller (.1)		
	Edmund S. Pittman .30 hours at 450.00 per hour.		\$135.00
03/17/09	E-mails with H. Steel regarding landlord appeal in district court		
	Sarah B. Boehm .30 hours at 450.00 per hour.		\$135.00

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03/18/09	Review order and e-mails regarding results of PHX property auction and begin preparation for hearing on 3/20 regarding same (.9); review and revise proposed order regarding establishment of uniform bar date for certain lease rejection damages claims and e-mails with opposing counsel regarding same (.4); e-mails with client and co-counsel regarding status of disposition of remaining unrejected lease locations and cure dispute for 3/30 (.9)	Douglas M. Foley	2.20 hours at 550.00 per hour.	\$1,210.00
03/18/09	Analyze rules, draft and revise response to petition for permission to appeal in Fourth Circuit and multiple calls and e-mails regarding same (1.7); draft appearance of counsel forms and corporate disclosure statement for Fourth Circuit (.6)	Sarah B. Boehm	2.30 hours at 450.00 per hour.	\$1,035.00
03/19/09	Numerous e-mails regarding status of lease disposition orders, proposed dispositions, and pending cure disputes and analyze issues regarding same in preparation for hearings on 3/30 (1.3); review new lease rejection motion and proposed revisions to lease disposition procedures and analyze issues regarding same (.8)	Douglas M. Foley	2.10 hours at 550.00 per hour.	\$1,155.00
03/19/09	Revise, finalize, file and handle service of response to petition for appeal in Fourth Circuit, counsel forms and multiple corporate disclosure forms (2.2); telephone call to and from Fourth Circuit clerk's office regarding same (.2); finalize and file designation of items for appeal in Bankruptcy Court and multiple calls and e-mails regarding same (.4)	Sarah B. Boehm	2.80 hours at 450.00 per hour.	\$1,260.00
03/19/09	Telephone conference with landlords and debtors' professionals regarding lease issues	Daniel F. Blanks	.90 hours at 375.00 per hour.	\$337.50
03/20/09	Meeting with client and DJM Asset Management regarding strategy for disposing of remaining unrejected leases and timing of same	Douglas M. Foley	.80 hours at 550.00 per hour.	\$440.00

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03/20/09	Prepare for and participate in hearing regarding leases (2.1); analyze, revise and submit multiple lease orders and multiple calls and e-mails regarding same (1.6); e-mails regarding pleadings filed in Fourth Circuit appeal (.2) Sarah B. Boehm 3.90 hours at 450.00 per hour.	\$1,755.00
03/23/09	Several e-mails and telephone conferences with landlord counsel regarding reconciliation of amounts due through the store closing sales and analyze issues regarding same (1.8); review and revise proposed stipulation regarding uniform bar date for lease rejection damages claims and e-mails with counsel regarding same (.8) Douglas M. Foley 2.60 hours at 550.00 per hour.	\$1,430.00
03/23/09	Analyze entered orders regarding lease terminations and e-mails regarding service of same (.4); revise and submit multiple orders regarding lease termination agreements (.4); e-mails regarding disputed cure amounts (.2); e-mails and analyze issues regarding designation of items on landlord appeal (.3) Sarah B. Boehm 1.30 hours at 450.00 per hour.	\$585.00
03/24/09	E-mails regarding status of standstill of stubrent appeal in district court pending Fourth Circuit certification (.5); several telephone conferences and calls with landlord counsel regarding prorated March rent and timing of payment (.7); review stipulation regarding extension of bid deadline for certain landlords on leases and e-mails with counsel regarding same (.4) Douglas M. Foley 1.60 hours at 550.00 per hour.	\$880.00
03/25/09	Sale of Baltimore, MD Property - Review e-mail from D. Miller regarding Phase II and e-mail to D. Miller regarding same (.1); review Phase II proposal (.2); e-mail to buyer's counsel (.1) Edmund S. Pittman .40 hours at 450.00 per hour.	\$180.00
03/25/09	Draft and file Orangefair consent motion and notice regarding extension of bid deadline and e-mails with K. Lake regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00

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03/25/09	Telephone conferences with parties regarding leases and other issues and e-mails with debtors' professionals regarding same Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50
03/26/09	Work on Ardmore (.4); review files (.9); telephone calls to D. Miller (.3) T. Craig Harmon 1.60 hours at 525.00 per hour.	\$840.00
03/26/09	Several e-mails and telephone calls with subtenants counsel, landlord counsel, debtors professionals and client regarding resolution of pending dispute as to rejection date for subleases and overleases and analyze issues regarding same (1.2); several telephone calls from and e-mails with landlord counsel regarding effective date of rejection following store closing sales and payment of prorated obligations under leases (.6) Douglas M. Foley 1.80 hours at 550.00 per hour.	\$990.00
03/26/09	Telephone call from client regarding possibility of unwinding sale lease-back transaction with Ardmore Development Authority by purchasing the warehouse property (.1); review transfer and mortgage tax issues (.2); review indenture and purchase and sale agreement (.3); send e-mail to representatives for the development authority and the trustee under the indenture regarding initial details of the transaction (.2) Matthew P. Rash .80 hours at 315.00 per hour.	\$252.00
03/27/09	E-mails with subtenant counsel confirming resolution of rejection date and resolution of pending motion with reservation of rights with respect to claims matters Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
03/27/09	Sale of Baltimore County, MD - Review e-mails from D. Miller and J. Avallone regarding signs (.1); review e-mails from buyer's counsel, E. Miller and C. Crowe, regarding proposed extension to due diligence (.2); review e-mail from buyer regarding signage (.1) Edmund S. Pittman .40 hours at 450.00 per hour.	\$180.00

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03/27/09	Virginia Beach outparcel - Review contract revisions from buyer's counsel (.6); e-mail to D. Miller regarding same (.1); review e-mails from J. Avallone and buyer's counsel regarding proof of bankruptcy claims (.2) Edmund S. Pittman .90 hours at 450.00 per hour.	\$405.00
03/27/09	Telephone call with representatives from the development authority regarding the sale of the warehouse facility (.4); meeting with client representative regarding the authority's position on the property sale and the terms of the indenture (.6); send e-mail to client employee regarding modification to the note amortization schedule (.2) Matthew P. Rash 1.20 hours at 315.00 per hour.	\$378.00
03/29/09	Review objection to motion to revise lease rejection procedures and e-mails with opposing counsel and debtors professionals regarding same (.4); e-mails with debtors professionals regarding orders resolving landlord matters (.3) Douglas M. Foley .70 hours at 550.00 per hour.	\$385.00
03/30/09	Work regarding Ardmore documentation and possible foreclosure T. Craig Harmon 1.80 hours at 525.00 per hour.	\$945.00
03/30/09	E-mails with subtenants regarding procedures relating to disposition of leases, including TJ Max and San Mateo property (.4); e-mails with landlord counsel regarding payment and proration of March 2009 rent (.3) Douglas M. Foley .70 hours at 550.00 per hour.	\$385.00
03/30/09	Sale of Baltimore, MD Store - Review e-mails from buyer's counsel regarding extension of study period (.1); e-mails from J. Avallone regarding same (.1); e-mails to and from D. Miller and C. Crowe regarding same (.1) Edmund S. Pittman .30 hours at 450.00 per hour.	\$135.00

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03/30/09 Telephone call with client regarding conference call from representatives with the Ardmore Development Authority (.3); telephone call with representatives from M&T Trust Company updating status of property transaction (.3); exchange e-mails with client employees regarding status of note payments under Ardmore Indenture (.6); draft response to the Development Authority regarding proposal for Circuit City to purchase the land and warehouse from the Authority (2.6)
Matthew P. Rash 3.80 hours at 315.00 per hour. \$1,197.00

03/31/09 Sale of Baltimore, MD Store - Review e-mail from seller's counsel
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	35.0	\$19,250.00
T. Craig Harmon	\$525.00	11.9	\$6,247.50
Edmund S. Pittman	\$450.00	9.0	\$4,050.00
Sarah B. Boehm	\$450.00	28.7	\$12,915.00
Christine H. Rogerson	\$440.00	7.2	\$3,168.00
Daniel F. Blanks	\$375.00	12.0	\$4,500.00
Matthew P. Rash	\$315.00	5.8	\$1,827.00
Robin M. Broughton	\$310.00	2.0	\$620.00
TOTAL FEES		111.6	\$52,577.50

Re: Insurance Matters

Our File No. 2055557-0230

Circuit City Contact Daniel W. Ramsay

McGuireWoods Contact Douglas M. Foley

03/02/09 E-mails and telephone conference regarding insurance issues, 9019 motion, Old Republic, NNIL, and LC draws and strategy regarding same
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

03/04/09 E-mails with client regarding status of resolution of outstanding insurance issues with Old Republic, cash collateral relating to letters of credit, NNIL issues, and settlements of various insured claims
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

03/05/09 Prepare for and participate in telephone conference with debtors' professionals regarding insurance
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

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03/13/09 Several e-mails with client and co-counsel
regarding status of various insurance coverage
issues and termination of LCs relating thereto
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	1.3	\$715.00
Daniel F. Blanks	\$375.00	0.6	\$225.00
TOTAL FEES		1.9	\$940.00

Re: Tax Matters

Our File No. 2055557-0240

Circuit City Contact Daniel W. Ramsay

McGuireWoods Contact Douglas M. Foley

03/06/09 E-mails with tax department regarding tax
issues and telephone conferences with tax
authorities regarding issues
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

03/10/09 Revise and file stipulation with taxing
authorities and e-mails with debtors'
professionals regarding same
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

03/20/09 E-mails regarding new tax issues and potential
responsible party liability notices and
strategy with respect to responding to same
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

03/20/09 Multiple telephone conferences and e-mails with
debtors' professionals and in-house tax
department regarding officer liability issues
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

03/23/09 Telephone conference with in-house counsel
regarding tax issues and analyze issues
regarding same
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

03/25/09 Telephone conference with in-house tax and
others regarding multiple tax issues and
related items and research and analyze issues
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

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03/26/09 Telephone conference and e-mails with
co-counsel and client and tax advisors
regarding tax related claims, effectiveness of
bar date and plan of liquidation, and
obligations to comply with non-bankruptcy law
procedures
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

03/26/09 Prepare for and participate in telephone
conference with inhouse tax and other debtors'
professionals regarding multiple tax issues and
protocols and review multiple documents and
pleadings regarding same and analyze strategies
and analyses regarding same
Daniel F. Blanks 2.30 hours at 375.00 per hour. \$862.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	1.0	\$550.00
Daniel F. Blanks	\$375.00	6.7	\$2,512.50
TOTAL FEES		7.7	\$3,062.50

Re: Claims Administration

Our File No. 2055557-0250

Circuit City Contact Daniel W. Ramsay

McGuireWoods Contact Douglas M. Foley

03/01/09 Review and revise omni claim objection
procedures motion
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

03/01/09 E-mail from T. Behnke and analyze issues and
e-mails regarding individual claim objections
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

03/02/09 Research regarding 503(b)(9) claims and
multiple e-mails regarding same
Sarah B. Boehm .70 hours at 450.00 per hour. \$315.00

03/03/09 Analyze and revise omnibus claim objection
procedures and motion and e-mails regarding
same (.9); analyze issues regarding individual
claim objections and e-mails regarding same
(.8)
Sarah B. Boehm 1.70 hours at 450.00 per hour. \$765.00

03/04/09 E-mails regarding 503(b)(9) claim objections
and analysis and strategy regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

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03/05/09	Several telephone conferences and e-mails with creditors and client regarding status of payment of administrative claims in the ordinary course of business and establishing bar date regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
03/05/09	Multiple e-mails regarding 503(b)(9) claims and analyze issues regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
03/05/09	Research docket regarding administrative claims D. Morrison de Lopez 1.90 hours at 195.00 per hour.	\$370.50
03/06/09	Analyze and revise omnibus objection procedures and e-mails regarding same Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
03/06/09	Draft omnibus claims procedures motion and analyze issues regarding and research issues regarding same Daniel F. Blanks 3.30 hours at 375.00 per hour.	\$1,237.50
03/09/09	E-mails regarding administrative claims bar date and related matters Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/09/09	Continue revisions to omnibus objections to claims procedures motion and e-mails with debtors' professionals regarding same and analyze issues regarding same Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50
03/10/09	E-mails regarding claim objection strategy relating to 503(b)(9) claims and preference issues and review spreadsheets and analysis regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
03/10/09	Analyze and revise claim objection procedures and related pleadings and multiple calls and e-mails regarding same Sarah B. Boehm .70 hours at 450.00 per hour.	\$315.00
03/10/09	Continue drafting, revising, and file motion for procedures for omnibus objections to claims and e-mails with debtors' professionals regarding same Daniel F. Blanks 1.80 hours at 375.00 per hour.	\$675.00

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03/11/09	Review and analyze excel spreadsheets regarding 503(b)(9) non-product claim objections and preference exposures and telephone conferences and e-mails with client and debtors professionals regarding same Douglas M. Foley 1.60 hours at 550.00 per hour.	\$880.00
03/11/09	Prepare for and participate in telephone conference regarding 503(b)(9) claim objections Sarah B. Boehm .70 hours at 450.00 per hour.	\$315.00
03/11/09	Review cases and research regarding 503(b)(9) claims and review claims regarding same Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
03/12/09	E-mails with client and debtors professionals regarding objections to 503(b)(9) claims and begin review of exhibits regarding same Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
03/12/09	Analyze issues, cases and documents and multiple e-mails regarding 503(b)(9) claim objections Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
03/13/09	E-mails with client and debtors professionals regarding timing of various objections to 503(b)(9) claims and strategy regarding same Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
03/16/09	Multiple e-mails regarding 503(b)(9) claim objections and analyze issues and strategy regarding same (.3); review administrative expense claims chart and e-mails regarding same (.3) Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
03/17/09	Analyze documents and e-mails regarding SDI Technologies claim reconciliation Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/20/09	E-mails regarding review of exhibits and timing of filing claim objections and possible revisions to omni claim objection procedures motion Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
03/20/09	Telephone call from and e-mails with G. Epps regarding claim objection procedures Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00

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03/20/09	E-mails regarding SDI Technologies Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/21/09	Initiate draft of omnibus objections to second and third omnibus objections and e-mails with debtors' professionals regarding same and analyze issues regarding same Daniel F. Blanks 1.40 hours at 375.00 per hour.	\$525.00
03/22/09	Multiple e-mails regarding 503(b)(9) claim objections and related issues (.2); e-mails regarding motion to allow late claim (.2) Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/23/09	Several e-mails and telephone conferences with client and debtors professionals regarding status and timing and analysis of filing 503(b)(9) claim objections and review schedules regarding same (.9); e-mails regarding pending administrative claim motions and resolution of same (.4) Douglas M. Foley 1.30 hours at 550.00 per hour.	\$715.00
03/23/09	Analyze motion to allow late 503(b)(9) claim and e-mail from counsel regarding filing same (.4); e-mails regarding Applied Predictive Technology stipulation (.2); analyze proposed revisions to claim procedures and e-mails with G. Epps regarding same (.4) Sarah B. Boehm 1.00 hours at 450.00 per hour.	\$450.00
03/24/09	Review and revise claim objection procedures and e-mails with creditors counsel regarding same (2.1); review and revise 503(b)(9) claim objection exhibits and e-mails with client regarding same (.3) Douglas M. Foley 2.40 hours at 550.00 per hour.	\$1,320.00
03/24/09	E-mails regarding revisions to claim procedures and status of filing claim objections Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
03/25/09	Analyze administrative expense request chart and e-mails regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00

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03/25/09 Continue draft and revise second and third omnibus objections to claims and e-mails and telephone conferences with debtors' professionals regarding same and review and analyze draft exhibits and other related issues regarding same (1.9); review and revise proposed stipulation regarding resolution of omnibus objection to certain creditors and resolution of same and e-mails with debtors' professionals regarding same (.6)
Daniel F. Blanks 2.70 hours at 375.00 per hour. \$1,012.50

03/26/09 E-mails with debtors professionals and client regarding status of exhibits for omnibus 503(b)(9) claim objections and meeting to discuss same upon approval of omnibus claim objection procedures (.7); review revisions to omnibus claim objection procedures and form of order regarding same (.4)
Douglas M. Foley 1.10 hours at 550.00 per hour. \$605.00

03/26/09 Analyze and revise claim objections and analyze issues and strategy regarding same (.7); e-mails regarding claim objection and litigation strategy (.4)
Sarah B. Boehm 1.10 hours at 450.00 per hour. \$495.00

03/26/09 Analyze administrative expense chart and e-mails regarding same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

03/27/09 Review revisions to omni claim objection procedures order and e-mails with debtors professionals regarding same (.4); e-mails with client regarding 503(b)(9) claim objection meeting on 3/31 and timing of filing same (.3); e-mails and telephone conference with debtors professionals regarding administrative claims bar date (.3)
Douglas M. Foley 1.00 hours at 550.00 per hour. \$550.00

03/27/09 Analyze and revise claim objections and multiple calls and e-mails regarding same (.6); e-mails regarding Tremor Media (.2); e-mails regarding SDI Technology claims (.2); e-mails regarding Applied Technologies (.2); e-mails regarding revisions to claim objection procedures and analyze issues regarding same (.3)
Sarah B. Boehm 1.50 hours at 450.00 per hour. \$675.00

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03/27/09	Continue draft, revise, and file second and third omnibus objections to claims and review and analyze multiple issues regarding same and review and analyze documents, pleadings, orders, and exhibits regarding same and e-mails with debtors' professionals regarding same and draft notices regarding same (3.3); revise omnibus claim objection procedures order and related exhibits and e-mails and telephone conferences with creditors and debtors' professionals regarding same (1.4) Daniel F. Blanks 4.70 hours at 375.00 per hour.	\$1,762.50
03/29/09	E-mails from T. Behnke and analyze claim reconciliation documents (.2); e-mails regarding claims strategy (.2) Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/29/09	E-mails with debtors' professionals regarding claims meeting and related reconciliation issues Daniel F. Blanks .40 hours at 375.00 per hour.	\$150.00
03/30/09	Multiple e-mails regarding various claim reconciliations and related issues Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
03/30/09	Revise omnibus claim procedures order and e-mails with debtors' professionals regarding same (1.1); review FTI material regarding claim reconciliations for 503(b)(9) claims and analyze issues regarding same (1.3); revise stipulation regarding first omnibus claim objection and revise order and exhibits regarding same (.8) Daniel F. Blanks 3.20 hours at 375.00 per hour.	\$1,200.00
03/31/09	Prepare for and attend meeting with client regarding 503(b)(9) claim objection status, reconciliations, and e-mails and telephone conferences following up with respect to same and particular vendors and goods vs services objections Douglas M. Foley 4.90 hours at 550.00 per hour.	\$2,695.00

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03/31/09 Analyze documents, prepare for and participate
in claims strategy teleconference (3.3);
analyze documents and issues regarding TomTom
(.2); analyze and revise administrative expense
chart and e-mails regarding same (.3); e-mails
regarding revisions to omni claim objection
exhibits (.2)
Sarah B. Boehm 4.00 hours at 450.00 per hour. \$1,800.00

03/31/09 Prepare for and participate in conference and
meeting regarding 503(b)(9) claims and related
issues and analyze strategies regarding same
and prepare charts and analyses regarding same
and multiple e-mails and telephone conferences
with debtors' professionals regarding strategy
and protocols and draft material regarding same
Daniel F. Blanks 5.60 hours at 375.00 per hour. \$2,100.00

03/31/09 E-mails with parties and creditors regarding
alleged administrative expense claims
Daniel F. Blanks .70 hours at 375.00 per hour. \$262.50

03/31/09 Review e-mails and prepare exhibits for
telephone conference call regarding claims
(.8); telephone conference regarding section
503(b)(9) claims and administration thereof
(1.8); discuss status of claims and case with
S. Boehm (.2)
Bryan A. Stark 2.80 hours at 295.00 per hour. \$826.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	16.5	\$9,075.00
Sarah B. Boehm	\$450.00	17.3	\$7,785.00
Daniel F. Blanks	\$375.00	25.8	\$9,675.00
Bryan A. Stark	\$295.00	2.8	\$826.00
Diane E. Morrison de Lopez	\$195.00	1.9	\$370.50
TOTAL FEES		64.3	\$27,731.50

Re: Employee Benefits/Pensions
Our File No. 2055557-0280
Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

03/04/09 Review certified QDRO for qualification
requirements
Elizabeth A. Diller .30 hours at 275.00 per hour. \$82.50

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03/05/09 Review proposed domestic relations order for retirement plan sent for review by S. Loyd on March 4, 2009 (.2); draft response letter to parties (.3); draft e-mail response to S. Loyd (.2)
Dorothy J. Hannan .70 hours at 245.00 per hour. \$171.50

03/05/09 Review proposed domestic relations order for 401(k) plan sent for review by Y. Harris on March 5, 2009 (.3); draft response letter to parties (.3); draft e-mail response to Y. Harris (.2)
Dorothy J. Hannan .80 hours at 245.00 per hour. \$196.00

03/17/09 Review correspondence files regarding two domestic relations orders for participant in the Circuit City Stores, Inc. 401(k) plan and the retirement plan of Circuit City Stores, Inc. at the request of Y. Harris on 3/16/09 (.4).; scan documents (.1); draft e-mail response to Y. Harris regarding the status of the two domestic relations orders (.2)
Dorothy J. Hannan .70 hours at 245.00 per hour. \$171.50

03/23/09 Respond to qualified domestic relations order request regarding participant Noonan
Regina Johnson Elbert .50 hours at 345.00 per hour. \$172.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Regina Johnson Elbert	\$345.00	0.5	\$172.50
Elizabeth A. Diller	\$275.00	0.3	\$82.50
Dorothy J. Hannan	\$245.00	2.2	\$539.00
		<u>3.0</u>	<u>\$794.00</u>

Re: Intellectual Property Matters
Our File No. 2055557-0310
Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

03/02/09 Review docket reminder (.1); check status of application for IRIS and Design (.1); review status of application creating suspension, update record and e-mail to D. Smith (.1)
Kymberleigh B. Gokey .30 hours at 160.00 per hour. \$48.00

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03/04/09	E-mails with D. Ramsey regarding maintenance filing due for the mark CIRCUIT CITY HELPING HANDS FUND (.2); upload patent documents to Circuit City server (.2); locate, scan and send images of Canadian records for BEST BUY registration and application (.4)		
	Douglas B. Smith .80 hours at 295.00 per hour.		\$236.00
03/04/09	Receive and review notice of approval of extension request for CUSTOM RYDZ mark (.1); maintain record (.1)		
	Kymerleigh B. Gokey .20 hours at 160.00 per hour.		\$32.00
03/06/09	Conference call with D. Ramsey regarding Circuit City/InterTan trademarks (.5); receive and review e-mail from Canadian agent regarding VERGE opposition (.1)		
	Douglas B. Smith .60 hours at 295.00 per hour.		\$177.00
03/06/09	E-mail from D. Smith regarding CENTRIOS in Japan agent's correspondence (.1); e-mail to D. Smith regarding status of trademark (.1); prepare correspondence to agent regarding abandonment (.3)		
	Kymerleigh B. Gokey .50 hours at 160.00 per hour.		\$80.00
03/09/09	Conference call with Canadian regarding status of InterTAN applications in U.S. (.3); receive and review mail from agent regarding VERGE oppositions in Canada (.1); review and finalize letter to agent in Japan advising the closing of file on CENTRIOS (.1); e-mails with D. Ramsey (.3)		
	Douglas B. Smith .80 hours at 295.00 per hour.		\$236.00
03/10/09	Conference with D. Smith concerning effectiveness of assignment for MusicNow trademarks and review agreement regarding same		
	Robin Cooke Vance .30 hours at 405.00 per hour.		\$121.50
03/10/09	Review agreement and recordation of same		
	John S. Hilten .60 hours at 475.00 per hour.		\$285.00
03/10/09	E-mails with D. Ramsey (.5); review and file extension requests for CUSTOM RYDZ and CUSTOM RYDZ & Design (.4)		
	Douglas B. Smith .90 hours at 295.00 per hour.		\$265.50

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03/10/09	Review docket reminders regarding CUSTOM RYDZ and CUSTOM RYDZ and Design deadlines (.1); telephone call to D. Smith (.1); prepare requests for extension of time (.3) Kymberleigh B. Gokey .50 hours at 160.00 per hour.	\$80.00
03/11/09	Send summary of trademark and patent assignment research to D. Ramsey (.2); send follow-up e-mail to D. Ramsey regarding CIRCUIT CITY HELPING HANDS FUND (.1) Douglas B. Smith .30 hours at 295.00 per hour.	\$88.50
03/11/09	Review docket reminder and telephone call to D. Smith (.1); prepare request for extension of time for CIRCUIT CITY HELPING HANDS FUND (.2) Kymberleigh B. Gokey .30 hours at 160.00 per hour.	\$48.00
03/12/09	E-mail from D. Smith requesting preparation of response to office action for SENS application (.1); review proposed goods description amendment by Examiner and significance of meaning of the word "SENS" (.2); e-mail to D. Smith regarding approval of proposed goods description (.1); prepare and finalize response to office action for USPTO submission (.4) Kymberleigh B. Gokey .80 hours at 160.00 per hour.	\$128.00
03/13/09	Review SENS ROA Douglas B. Smith .20 hours at 295.00 per hour.	\$59.00
03/13/09	E-mail from D. Smith regarding revisions to response to office action (.1); revised response to office action for SENS trademark (.1) Kymberleigh B. Gokey .20 hours at 160.00 per hour.	\$32.00
03/16/09	E-mails with agent in Canada regarding extension request for MICROZ and MICROZ & Design (.2); receive and review confirmation copy from agent of intent to close trademark file on CENTRIOS in Japan (.1) Douglas B. Smith .30 hours at 295.00 per hour.	\$88.50
03/17/09	Review, finalize, and submit extension request for MICROZ (.1); review, finalize, and submit extension request for MICROZ & Design (.2); send correspondence to agent in Canada regarding the extension request approvals for CUSTOM RYDZ and CUSTOM RYDZ & Design (.2) Douglas B. Smith .50 hours at 295.00 per hour.	\$147.50

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03/17/09 Telephone call to and discussion with D. Smith
regarding CENTRIOS mark in Japan (.2); e-mail
from D. Smith regarding client instructions
(.1); prepare requests for extensions of time
for MICROZ and MICROZ and Design marks (.3);
receive and review notices of approval of
extension requests for CUSTOM RYDZ and CUSTOM
RYDZ and Design (.1); discussion with D. Smith
regarding next deadline (.1) prepare
correspondence to client transmitting notices
(.2)
Kymberleigh B. Gokey 1.00 hours at 160.00 per hour. \$160.00

03/25/09 Receive and review correspondence from agent
regarding opposition of VERGE applications in
Canada
Douglas B. Smith .10 hours at 295.00 per hour. \$29.50

03/26/09 Review and finalize e-mail to D. Ramsey
regarding extension request filing for CIRCUIT
CITY HELPING HANDS FUND
Douglas B. Smith .20 hours at 295.00 per hour. \$59.00

03/26/09 Receive and review notice of approval of
extension request (.1); prepare correspondence
to client regarding same (.2);
Kymberleigh B. Gokey .30 hours at 160.00 per hour. \$48.00

03/31/09 Receive and review notice of acceptance for
MICROZ & Design
Douglas B. Smith .20 hours at 295.00 per hour. \$59.00

03/31/09 Receive and review notice of approval of
extension request for MICROZ and Design
application (.1); prepare correspondence to
client regarding same (.1)
Kymberleigh B. Gokey .20 hours at 160.00 per hour. \$32.00

Timekeeper	Rate/HR	Hours	Fees
John S. Hilten	\$475.00	0.6	\$285.00
Robin Cooke Vance	\$405.00	0.3	\$121.50
Douglas B. Smith	\$295.00	4.9	\$1,445.50
Kymberleigh B. Gokey	\$160.00	4.3	\$688.00
TOTAL FEES		10.1	\$2,540.00

Re: Asset Sales
Our File No. 2055557-0321
Circuit City Contact Daniel W. Ramsay
McGuireWoods Contact Douglas M. Foley

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03/02/09	E-mails and telephone conference regarding resolution and status of defective inventory sale motion, asset purchase agreement and sale notice and review same Douglas M. Foley .70 hours at 550.00 per hour.	\$385.00
03/05/09	E-mails with co-counsel and client regarding motion to sell Canadian assets and begin review of same Douglas M. Foley .70 hours at 550.00 per hour.	\$385.00
03/06/09	Review and revise draft motion and order regarding sale of Canadian assets and e-mails with client and debtors professionals regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
03/06/09	Draft, analyze, revise, finalize and file Canadian sale pleadings and multiple calls and e-mails regarding same Sarah B. Boehm 1.20 hours at 450.00 per hour.	\$540.00
03/11/09	Review and revise pleadings relating to Hilco/Gordon brothers settlement and e-mails with client and debtors professionals regarding same and scheduling hearing for 3/20 Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
03/11/09	Telephone call from interested party regarding domain name Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
03/16/09	E-mails with Rothschild and parties regarding purchase of assets Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
03/18/09	Begin review of Canada sale motion and revised order in preparation for hearing and proffered testimony for hearing on 3/30 Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
03/18/09	E-mails regarding auction and order regarding sale of Arizona property Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
03/19/09	Review and prepare proffered testimony of FTI Consulting in support of motion to approve settlement with Hilco/Gordon Brothers and analyze issues regarding same Douglas M. Foley 1.90 hours at 550.00 per hour.	\$1,045.00

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03/19/09	Meetings with witnesses and review and finalization of order relating to Canada asset sale motion (1.4); draft and revise proffered testimony from Rothschild and Bell Canada (.9) Douglas M. Foley 2.30 hours at 550.00 per hour.	\$1,265.00
03/20/09	Prepare for and participate in hearing regarding sale of Canadian assets and sale of Arizona property (2.3); analyze, revise and submit orders regarding same and multiple conferences with parties and e-mails regarding same (.5) Sarah B. Boehm 2.80 hours at 450.00 per hour.	\$1,260.00
03/25/09	Several e-mails and telephone calls with client and debtors professionals regarding settlement with Great American JV regarding liquidations sales(1.3); review and revise pleadings regarding same (1.4) Douglas M. Foley 2.70 hours at 550.00 per hour.	\$1,485.00
03/25/09	Telephone conference and e-mails with UST and debtors professionals regarding appointment of consumer protection ombudsman for upcoming sale motion relating to IP and customer lists Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
03/25/09	Analyze and revise pleadings and multiple calls and e-mails regarding settlement with Great American Joint Venture Sarah B. Boehm 4.40 hours at 450.00 per hour.	\$1,980.00
03/25/09	Finalize and file notice of corrected agency agreement and e-mails regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
03/25/09	Draft and revise multiple orders and notices regarding settlement with GOB agent and draft motions to shorten time and expedited and seal and multiple e-mails and telephone conferences with debtors professionals regarding same and preparation for filings Daniel F. Blanks 1.90 hours at 375.00 per hour.	\$712.50
03/26/09	E-mails regarding finalization of and filing pleadings relating to Great American JV settlement and review same (1.3); telephone conference with Chambers regarding same and expedited hearing request (.3) Douglas M. Foley 1.60 hours at 550.00 per hour.	\$880.00

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03/26/09	Multiple e-mails and analyze issues regarding settlement with Great American Joint Venture (.9); revise, finalize, file and handle service issues of sealed documents regarding same (1.8); multiple e-mails regarding expedited hearing on Great American settlement pleadings (.4); e-mails regarding strategy for disposition of fixtures (.2)		
	Sarah B. Boehm	3.30 hours at 450.00 per hour.	\$1,485.00
03/26/09	Review correspondence regarding disposition of property owned by third party and e-mails with debtors' professionals and liquidator regarding same		
	Daniel F. Blanks	1.10 hours at 375.00 per hour.	\$412.50
03/27/09	E-mails regarding hearing preparation on 3/30 and scheduling with respect to Great American JV settlement motion and seal motion		
	Douglas M. Foley	.40 hours at 550.00 per hour.	\$220.00
03/30/09	E-mails and conference with client and opposing counsel and debtors professionals relating to final order pertaining to settlement with Great American Joint Venture and issues regarding same		
	Douglas M. Foley	.80 hours at 550.00 per hour.	\$440.00
03/30/09	E-mails and telephone calls regarding status of sale of IP assets and appointment of CPO relating to same		
	Douglas M. Foley	.40 hours at 550.00 per hour.	\$220.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	14.8	\$8,140.00
Sarah B. Boehm	\$450.00	12.5	\$5,625.00
Daniel F. Blanks	\$375.00	3.8	\$1,425.00
		31.1	\$15,190.00

Disbursements and Other Expenses:

	Copy Charges	\$439.70
	Pacer Research	\$125.36
	Long Distance Telephone Charges	\$76.43
02/17/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 02/17/2009	\$20.82
02/18/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 02/18/2009	\$2.09
02/25/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 02/25/2009	\$138.37

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02/26/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 02/26/2009	\$6.65
03/02/09	FedEx Priority Overnight/Int'l Priority to MC LEAN VA US Tracking #: 986584517554	\$7.62
03/03/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 03/03/2009	\$49.81
03/04/09	DOUGLAS M. FOLEY - Travel to Richmond for meetings with opposing counsel and hearing preparation 02/23-02/25/09; room, parking, mileage	\$435.37
03/05/09	FedEx Priority Overnight/Int'l Priority to LANSLOWNE PA US Tracking #: 986584517668	\$11.86
03/05/09	FedEx Priority Overnight/Int'l Priority to LANSLOWNE PA US Tracking #: 986584517657	\$9.40
03/05/09	SARAH B. BOEHM - Round trip shuttle service to Bankruptcy Court 02/25/09	\$360.00
03/06/09	J&J COURT TRANSCRIBERS, INC. - Professional Transcription Services	\$465.85
03/09/09	DANIEL F. BLANKS - Travel to Richmond in connection with Circuit City hearing 03/01-03/03/09; room, meals, mileage	\$569.36
03/09/09	DOUGLAS M. FOLEY - Travel to Richmond for hearing 03/02-03/04/09; room, meals, mileage, parking	\$453.38
03/11/09	AMERICAN EXPRESS - SOU Extension Report	\$150.00
03/13/09	FedEx Priority Overnight/Int'l Priority to WILMINGTON DE US Tracking #: 981737522128	\$10.37
03/13/09	FedEx Priority Overnight/Int'l Priority to RICHMOND CA US Tracking #: 986584517830	\$16.80
03/13/09	RESTAURANTEUR, INC. - Lunch 2/25/09	\$164.84
03/13/09	CUSTOM HOUSE GLOBAL FOREIGN EXCHANGE - CM 2005598-0528, 2005598-0528, Foreign currency of 207.50 CAD made payable to Smart & Biggar, Invoice S1511361 dtd. 3/02/09; foreign agent fees in connection with the application and reporting of the mark VERGE & DESIGN in Canada	\$168.28
03/13/09	FedEx Priority Overnight/Int'l Priority to AUSTIN TX US Tracking #: 986584517863	\$12.93
03/16/09	FedEx Priority Overnight/Int'l Priority to LOS ANGELES CA US Tracking #: 981737522253	\$14.34
03/17/09	DOUGLAS M. FOLEY - Travel to Richmond for hearing 03/10-03/13/09; room, phone, mileage, parking, auto rent	\$1,224.63
03/19/09	LASERSHIP, INC. - Delivery from MW Richmond to US Bankruptcy Court 3/3/09	\$6.55
03/19/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 03/19/2009	\$4.86
03/19/09	BIZPORT - LOGISTICS - Delivery from MW Richmond to Circuit City Stores, Inc 2/18/09	\$26.88
03/19/09	LASERSHIP, INC. - Delivery from DRIII to MW Richmond 3/13/09	\$37.45

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03/19/09	BIZPORT - LOGISTICS - Delivery from MW Richmond to U.S. Bankruptcy Court 2/19/09	\$11.00
03/20/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 03/20/2009	\$79.46
03/20/09	RESTAURANTEUR, INC. - Lunch 3/13/09	\$194.81
03/20/09	RESTAURANTEUR, INC. - Breakfast 3/13/09	\$60.50
03/23/09	KAREN B. CAIN - Working meal to prepare for Circuit City hearing 03/13/09	\$28.72
03/23/09	SARAH B. BOEHM - Round trip shuttle service to court for hearing 03/13/09	\$450.00
03/25/09	DOUGLAS M. FOLEY - Travel to Richmond for hearing 03/18-03/20/09; room, mileage, parking	\$435.37
03/25/09	FedEx Priority Overnight/Int'l Priority to Newport Beach, CA - Tracking #: 981737525469	\$14.34
03/25/09	LASERSHIP, INC. - Delivery from MW Richmond to Christian Barton 3/20/09	\$5.13
03/26/09	SARAH B. BOEHM - Round trip shuttle service to Bankruptcy Court 03/20/09	\$360.00
03/27/09	KAREN B. CAIN - Court documents copy and certification fees 03/25/09	\$29.00
03/27/09	RESTAURANTEUR, INC. - Breakfast 3/20/09	\$143.75
03/27/09	RESTAURANTEUR, INC. - Lunch 3/20/09	\$187.04
03/30/09	LASERSHIP, INC. - Delivery from MW Richmond to US Bankruptcy 3/24/09	\$5.13
	TOTAL EXPENSES	\$7,014.25

Summary of Fees and Expenses:

Total Fees for all Matters:	\$264,626.00
Total Expenses for all Matters:	<u>\$7,014.25</u>
Total for this Invoice:	<u><u>\$271,640.25</u></u>